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BY HAND

February 13, 2013

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Honorable James M. Peck
United States Bankruptcy Judge
United States Bankruptcy Court
One Bowling Green
New York, NY 10004

**Re: ADR Procedures Order Dated 9/17/09 (“Order”)
Thirty-ninth Status Report**

Dear Judge Peck:

The four Mediators have requested again, your Honor, that I submit this monthly report (the thirty-ninth) to the Court pursuant to Order ¶13 that governs Tier One ADRs. In addition, this report covers ADRs commenced under the Tier Two ADR Procedures Order, as amended on May 2, 2012. Debtors will file this report on the docket in advance of the February 13, 2013 omnibus hearing.

In the 28 days following the last prior report, Debtors served one additional ADR Notice in Tier I. When added to the total Notices served in Tier Two, the total number of Notices served is now 282. During the immediately past reporting period, Debtors achieved settlements with counterparties in four ADR matters, two as a result of mediation. Upon closing of such settlements, Debtors will have received an aggregate total of \$1,389,963,556 new dollars for the Debtors’ estates. Settlements now have been achieved in 242 ADR matters involving 335 counterparties.

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To date, of the 98 ADR matters that have reached the mediation stage in Tier One and have been concluded, 93 have been settled in mediation. Only five Tier One mediations have terminated without settlement. Five additional Tier One mediations have been scheduled to commence on the following dates: March 8, 12 and 28; and April 3 and 17, 2013.

Respectfully submitted,



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and Debtors in Possession

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